

Bankhaus Lampe Konferenz

April 2016 | Ströer SE & Co. KGaA





Part 1 – Preliminary Results

23 February 2016 | Ströer SE & Co. KGaA

Agenda

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Key Developments

- Key Financials
- Key Strategies

Udo Müller

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Operational Highlights

- M&A Integration
- Five Development Areas

Christian Schmalzl

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- Segment Perspective
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- Summary 2015
- Priorities for 2016

Udo Müller



Preliminary Results FY 2015

EURm		FY 20 ⁴	15 🔺	Q4 20	015 ▲
	Reported ⁽¹⁾	823.7	+14%	270.5	+28%
Revenues	Organic ⁽²⁾		+10%		+13%
Operational EBITDA		207.5	+40%	85.7	+42%
Operational EBITDA margin		24.8%	+4.6%pts	31.3%	+3.3%pts
EBIT (adjusted) (3)		135.7	+38%	65.4	+42%
Net income (adjusted) (4)		106.2	+89%	53.2	+83%
Operating cash flow		190.3	+54%	103.6	+100%
Capex ⁽⁵⁾		76.3	+69%	25.8	+33%
		31 Dec 2015		31 Dec 2014	
Net Debt / Leverage Ratio		231.0/1.1x		275.4 / 1.9x	

(1) According to IFRS 11

(2) Organic growth = excluding exchange rate effects and effects from the (de)consolidation and discontinuation of operations

EBIT adjusted for exceptional items, amortization of acquired advertising concessions and impairment losses on intangible assets (Joint ventures are consolidated proportional) EBIT (adj.) net of the financial result adjusted for exceptional items and the normalized tax expense (32.5% tax rate in 2014 and 15,8% in 2015) (3)

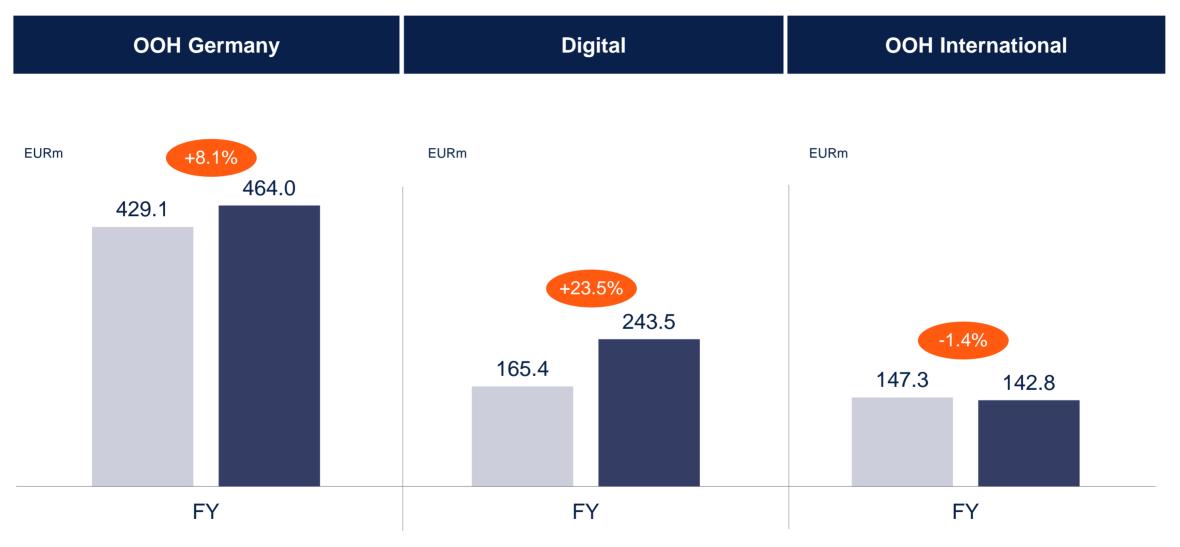
(4)

Cash paid for investments in PPE and intangible assets (5)

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FY 2015: Segment Perspective – Strong growth in Core Segments







Well ahead of our Full-Year Targets

(Latest) Targets 2015	Actuals
High single digit organic growth	10% Organic Growth
Operational EBITDA slightly more than 200 EURm	208 EURm operational EBITDA
Net Income (adj) of up to 100 EURm	Net Income (adj) of 106 EURm
Free Cash Flow of up to 100 EURm	Free Cash Flow before M&A of 114 EURm
Leverage 1.5	Leverage 1.1

Finalisation of three year cost reduction program "Shape" more than 20 EURm savings yearly

Implementation of measures in 2013/2014 and 2015 with sustainable almost full effect in 2015

More than 20 EURm cost savings realised with impact on all earning levels annually



Cut of group overhead costs/new group structure

Energy cost halved by investing program switching to LED lights

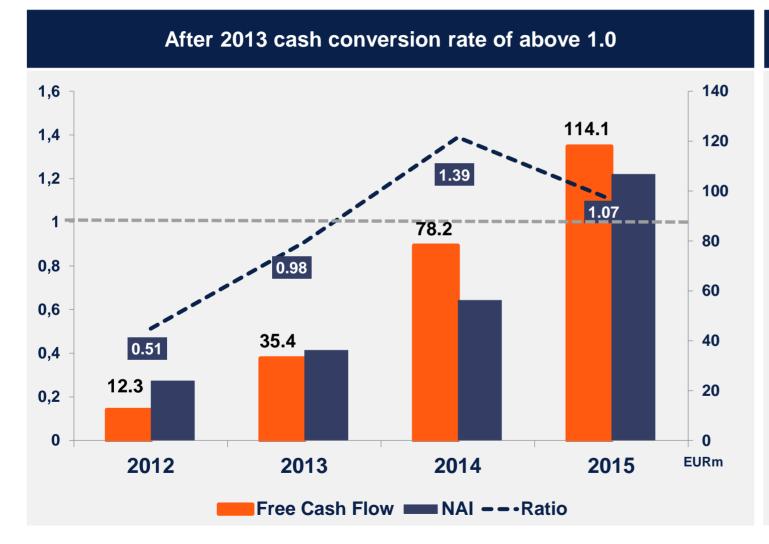
Reduction of maintenance and cleaning costs by customised cleaning cycles

1	Reduction of rents in prolongation/new tenders
1	Others

Adjusted Earnings per Share almost tripled since 2013



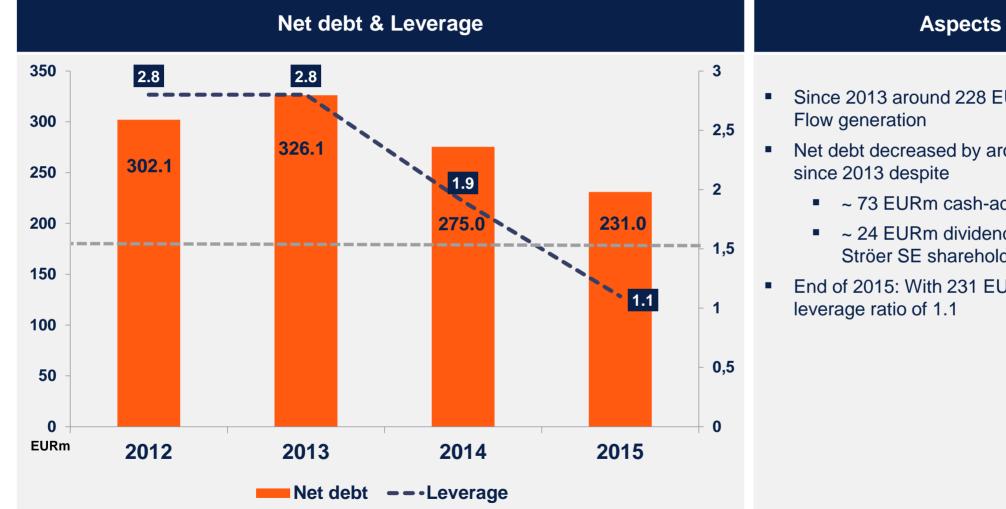
Free Cash Flow more than tripled since 2013



Aspects

- Strong operational performance translates into strong earnings growth as well as free cash flow growth
- Free cash flow growth which expands stronger than net adjusted income
 - Free Cash Flow: CAGR 2013-15: ~ 80%
 - Net Income (adjusted): CAGR 2013 - 15: ~ 71 %
- Cash Flow is the central KPI of the Management Board

Financial Leverage 2013 to 2015: From 2.8 to 1.1



Since 2013 around 228 EURm Free Cash

- Net debt decreased by around 95 EURm since 2013 despite
 - ~ 73 EURm cash-acquistions
 - ~ 24 EURm dividend distribution to Ströer SE shareholders
- End of 2015: With 231 EURm Net Debt and leverage ratio of 1.1

Transformation into a Digital Multi-Channel Media Company 2015 Strong M&A activities* in 2015 with a focus on our Five Key Growth Areas

ООН	Content	National	~430 EURm spent on material M&A
MaxiPoster Leading Autobahn Poster provider in GER	T-Online.de One of the leading online portals in DE	OMS Saleshouse of regional newspapers in GER	370 EURm
Local	Contentfleet Data-based publishing and content provider	Exclusive marketer of TOL and e.g. kicker	
RegioHelden Provider of regional online adnetwork	Statista** Leading provider of online statistics	Ventures	60 EURm
OMNEA Online registry in apps, social, maps etc.		Conexus Leading provider data analytics education	TOL/IAM & STATISTA6 transactions
			round 85 % of material M&A ransaction value relates to TOL/IAM & Statista

Broadened new Management Team according to Business Segments expansion

Board of Management Udo Müller CEO Christian Schmalzl COO Bernd Metzner CFO					
ООН	Local markets	Content	National Sales	Ventures	
Alexander Stotz	Alexander Stotz	Marc Schmitz	Robert Bosch	Board of Management	
Expansion of Digital Public Advertising	Accelerating regional/ local business (+ 100 to 200 sales people p/a)	Integration & further build up of existing content portfolio	Strengthening of our market position	Watch out for opportunistic M&A-deals	

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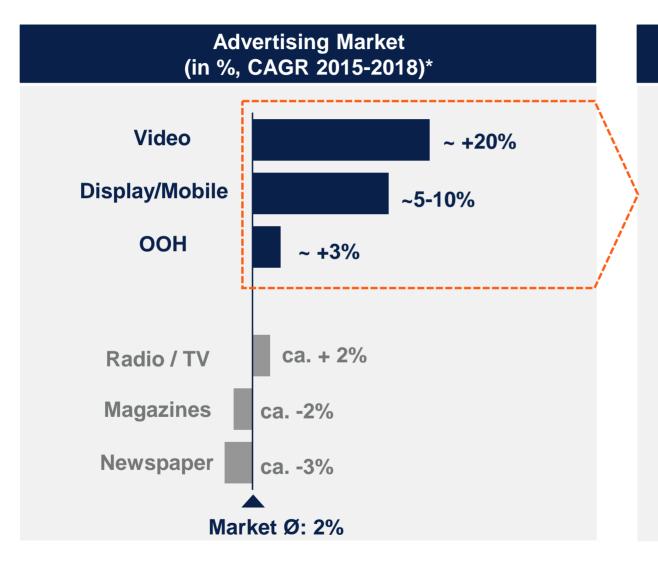
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Focus on highest growing Ad Subsegments





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Three Digital Product Segments with clear Growth Strategies & Levers







Display (Desktop & Mobile) 50% of revenue

- Further market consolidation (organically/un-organically)
- Massive mobile growth
- Tech stack for programmatic and data driven advertising
- Local sales: huge potential of small and mid-sized clients

Video (Multiscreen) 20% of revenue

- Strong structural growth of video products across all our platforms
- Unique multiscreen approach including integrated ad-serving
- Focussed video strategy for own content assets as well as strong growth of MCN TubeOne

Transaction & Subscription 30% of revenue

- Monetization of traffic of own assets via e-commerce models
- Rollout of subscription business with e.g. Statista
- Strong growth of digital marketing services for small and mid-sized clients (locally)

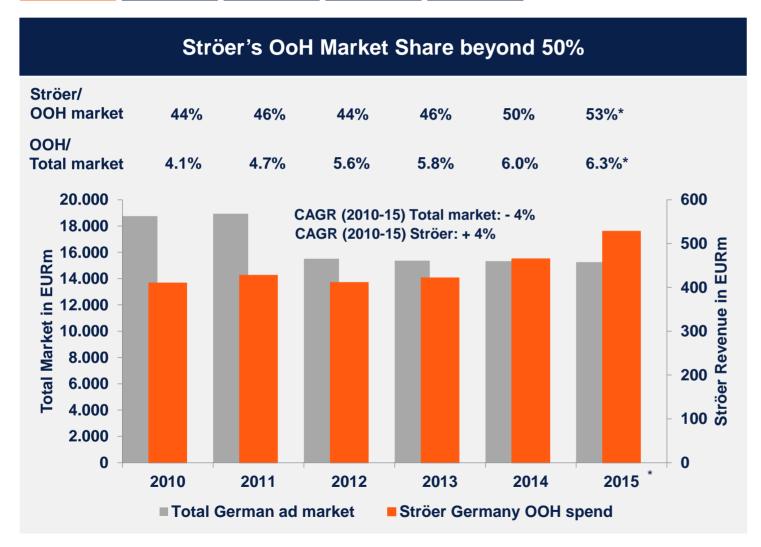
Five Strategic Development Sectors

1	2	3	4	5
Out-of-Home	Content	Local Sales	National Market	Ventures
digitalization of our infrastructure: LED, LCD, beacons, small cells	disruptive, tech and performance based digital business models	only nation-wide sales organization for local marketing & digital ad products	building the biggest, data-driven non-TV media sales house	M&A around disruptive, data- driven and digital business models

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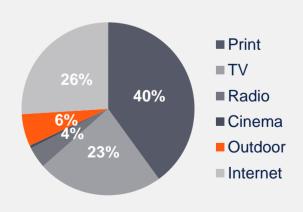
Ströer outperformed the total ad market & OOH market

ООН 2 3 4 5



Media Market Breakdown

- Print market share (magazines and newspapers) is constantly declining
- Out of Home market share is continuously growing, in 2015 exceeds radio advertising spendings for the first time
- Online is still showing massive growth in advertising spendings



Source: Nielsen, ZAW, FAW,

Leveraging OoH Infrastructure via Smart Data and Small Cells



OoH Infrastructure becomes "Physical Web"



Beacons Rollout of 50k Beacons nationwide; 20k installed by beginning of Q2/2016 Smart integration of owned and marketed apps (via responsive SDKs)

- Potential of 1.5 billion contacts per month
- Geo-based infrastructure for IoT applications and services

Small Cells (& WIFI)

2

- First test: installment of 64 small cells in Munich and Frankfurt for Vodafone
- Small cells increase strength and capacity of Vodafone LTE network
- Spectrum range of small cells is up to two kilometers around the advertising media; also due to be made available for public WIFI purposes

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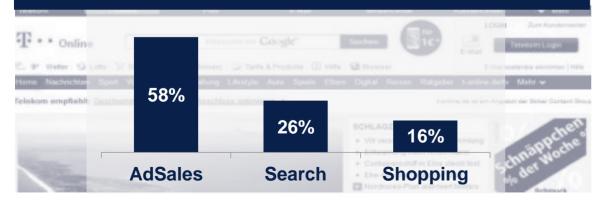
Strategic Integration and Development of t-online.de

1 Content 3 4 5

Quality Content and Commerce Backbone

- #3 Email-Provider with 8.5m unique active users. 90% of users check their account at least every three days
- #1 news portal, #1 real-estate/interior portal, #3 sports portal, #3 business portal, #3 entertainment/celebrity portal
- #4 search provider very close to Yahoo's position in Germany (using Google technology)
- 94% of top 50 online marketing spenders in Germany have advertised on TOL in 2015 to benefit from the 22m UUs*

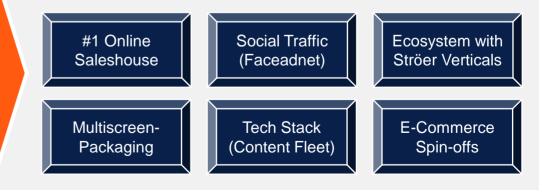
Revenue & Product Mix today



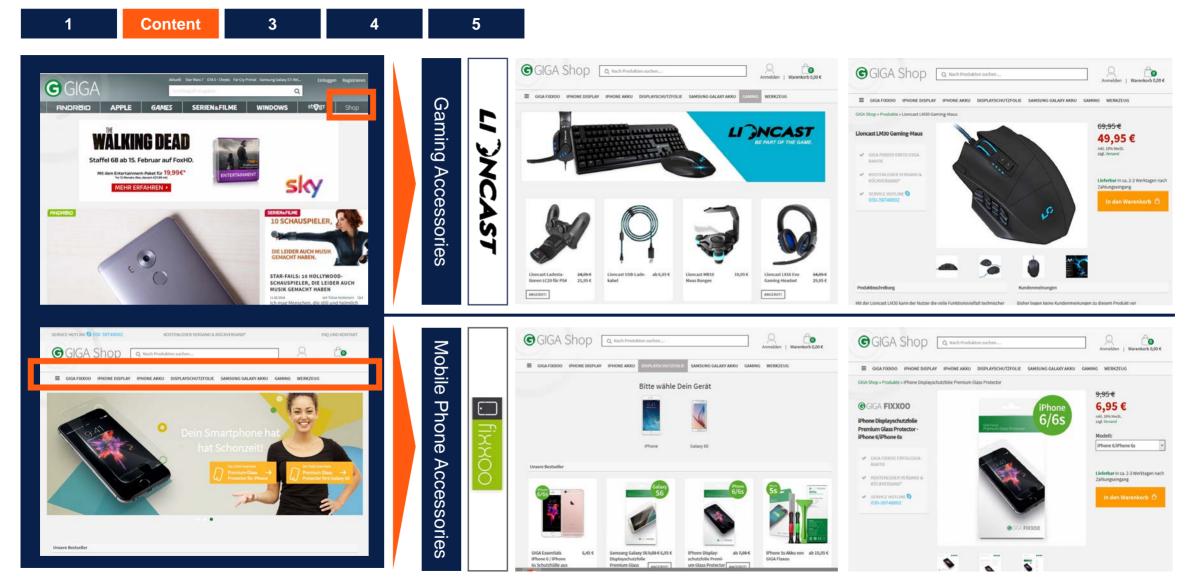
Leveraging Public Video to boost Portal Traffic



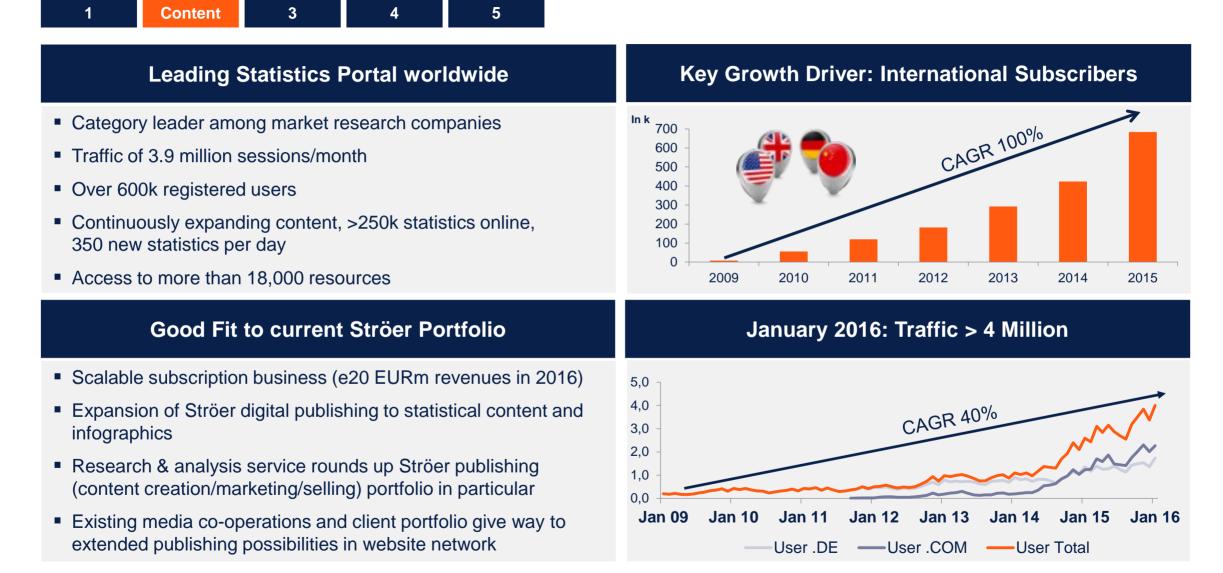
Leveraging Ströer Content Group & Sales Synergies



Diversification of Revenues beyond Advertising: Example GIGA

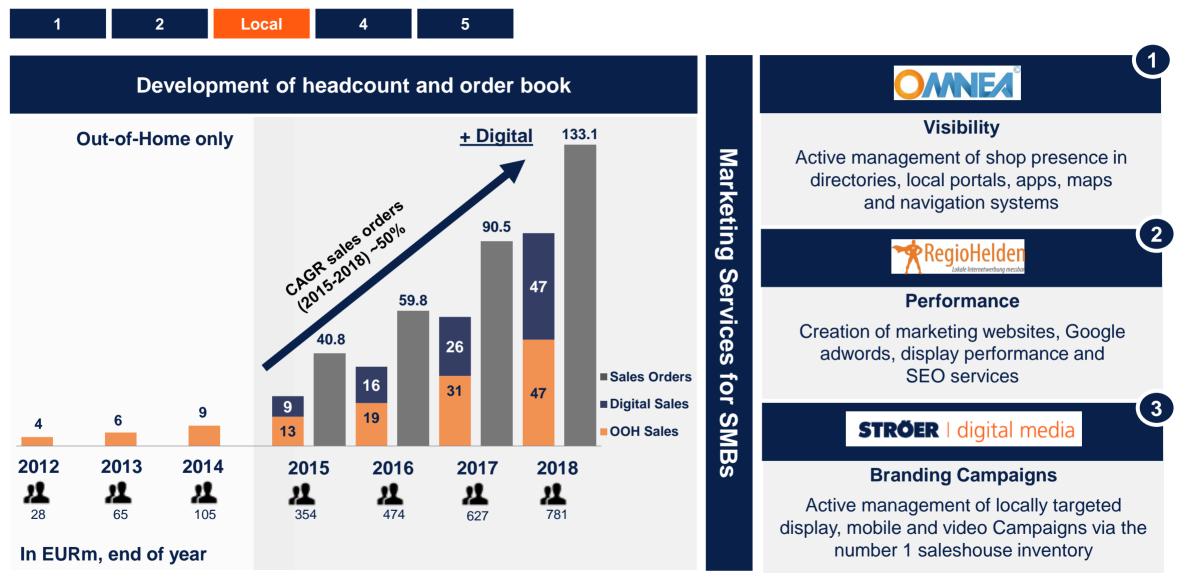


Statista – Developing strong Opportunities in the Big Data Sector



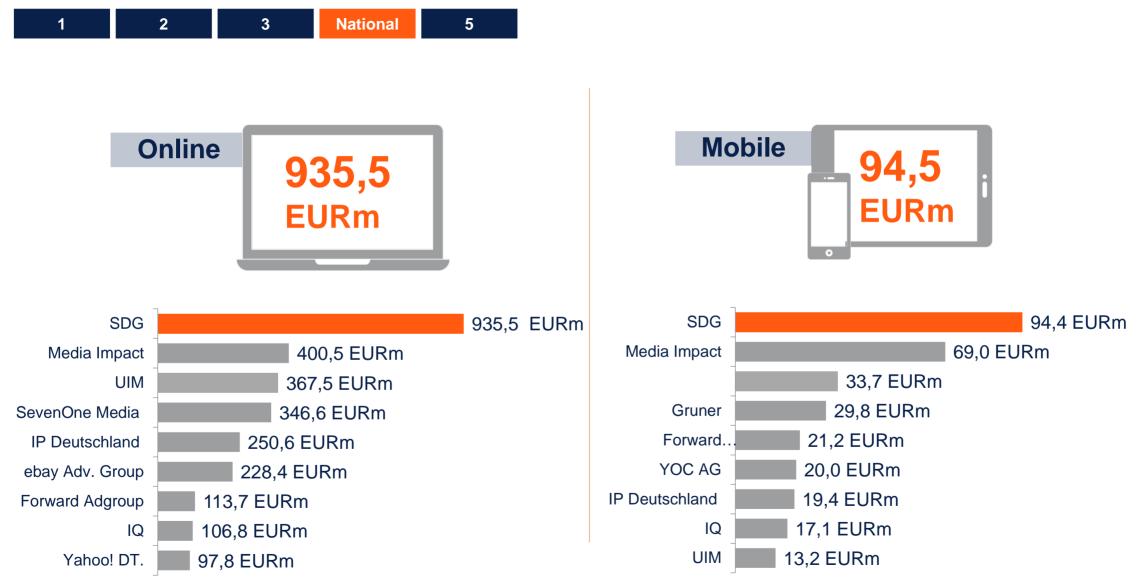
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Broadening Local Digital Product Portfolio: RegioHelden and Omnea



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Clear German Market Leader in both Display & Mobile (1/2)



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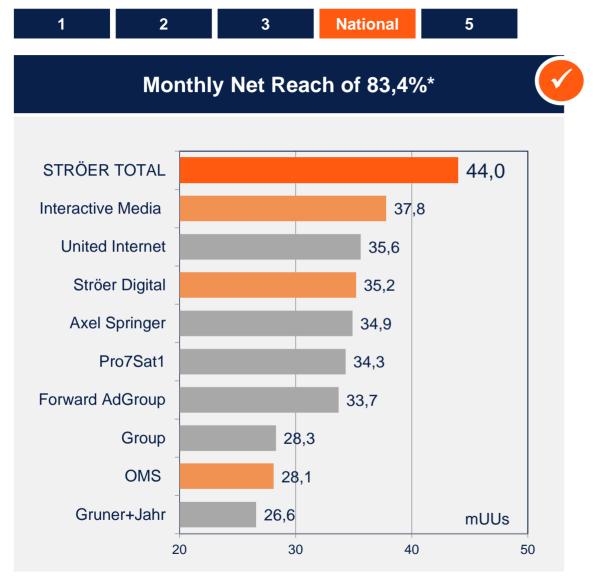
Clear German Market Leader in both Display & Mobile (2/2)

Portfolio Quality

Tech

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Data



- # 1 for both mobile and display (>600 websites)
- 17 Channels of websites with strongest and most consistent premium portfolio in the market (examples)



- Market share of roughly 17% of total German Display/Mobile/Video Market** allows full leverage of tech acquisitions
- Fully developed own tech stack to monetize own and 3rd party inventory out of one hand:
- Adserver, DMP, DSP, SSP in integrated ecosystem
- Continuously improving data depth and quality from sales house, own content assets as well as E-commerce and subscription business

Connecting OoH & Digital: Public Video now available for Programmatic

1 2 3 National

First three Agencies Trading Desks connected to Adserver





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Multi-Screen Development

- Existing integrated adserving/SSP-setup within online saleshouse for display, mobile and video
- Additionally, Public Video campaigns can be integrated and serviced fully automated via proprietary adserving solution
- The Public Video portfolio of Ströer holds 3,500 advertising faces with a reach of more than 30 Mio. Unique Users and about 4 Bn. Monthly contacts (90% of DOoH premium market volume)
- Rollout of Beacon infrastructure will allow even more detailed and specific audience numbers – in real time
- Globally unique proposition: #1 online portfolio and #1 (D)OoH portfolio out of one hand with multiscreen data and adserving solutions

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Ströer SE FY 2015 Preliminary Results

EURm	FY 2015	FY 2014	
Revenues (reported) ⁽¹⁾	823.7	721.1	+14%
Adjustments (IFRS 11)	14.0	12.5	+12%
Direct costs	-468.6	-439.8	-7%
SG&A	-175.9	-161.5	-9%
Other operating result	14.3	15.7	-9%
Operational EBITDA	207.5	148.1	+40%
Margin %	24.8	20.2	+4.6%pts
Depreciation & Amortisation	-112.0	-83.7	-34%
Exceptional items	-15.2	-9.9	-54%
EBIT (adjusted) ⁽²⁾	135.7	98.5	+38%
Net income (adjusted) ⁽³⁾	106.2	56.3	+89%

(1) According to IFRS

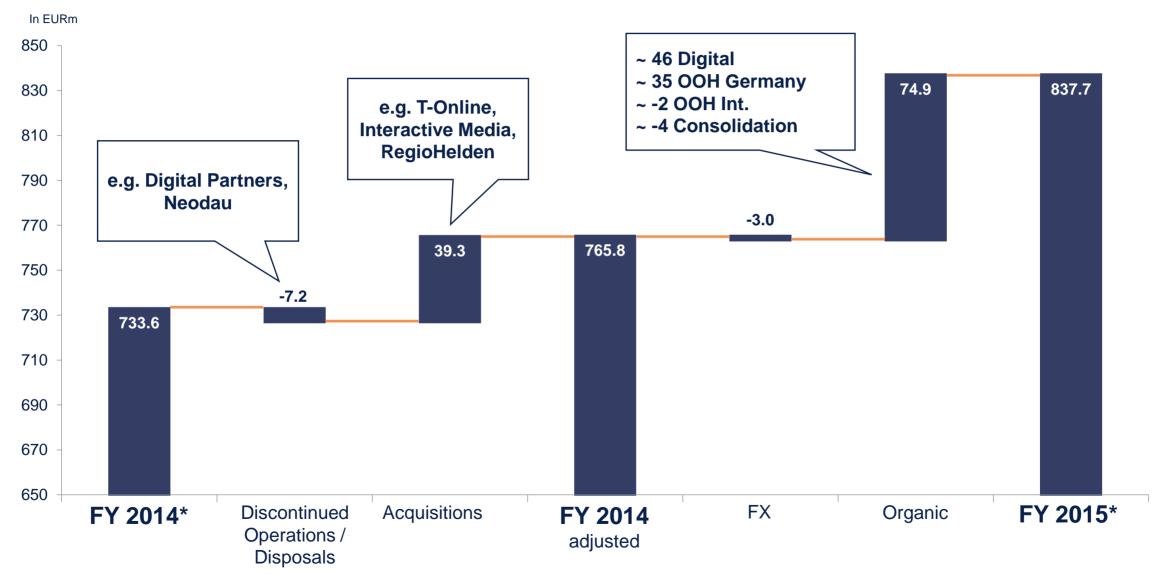
(2) EBIT adj. for exceptional items, amortization of acquired advertising concessions&impairment losses on intangible assets (Joint ventures are consolidated proportional)
 (3) EBIT (adj.) net of the financial result adjusted for exceptional items and the normalized tax expense (32.5% tax rate in 2014 and 15.8% in 2015)



Reduction of Financing costs by more than 50 EURm since 2010

April 2015 - Latest refinancing				Tranche	Amount	Duration	
				Loan	250	5 yrs	
 Refinancing ("amend and extend") Cost savings: (~40bps and 2 EURm per year) Duration: 5 years 			April 2014	Revolver	250	5 yrs	
				Tranche	Amount	Duration	
Covena	ants: no change			New:	Loan	200 (+100 optional)	5 yrs
 Slim and efficient process 			April 2015	Revolver	250	5 yrs	
COMMERZBAN	NK 0 SEB	LB≣BW thereford #fair faces Deutsche B	ank 🗹 HSBC 🖚	Sparkasse KölnBonn	ING 🔊		LB 💋 UniCredit
60 - 50 - 40 -			51 Redu	iction by more th	an 50 EURm sir	nce 2010	
30 - 20 - 10 - 0 -				24		18	12
0	2010	2011	2012	2013		2014	2015

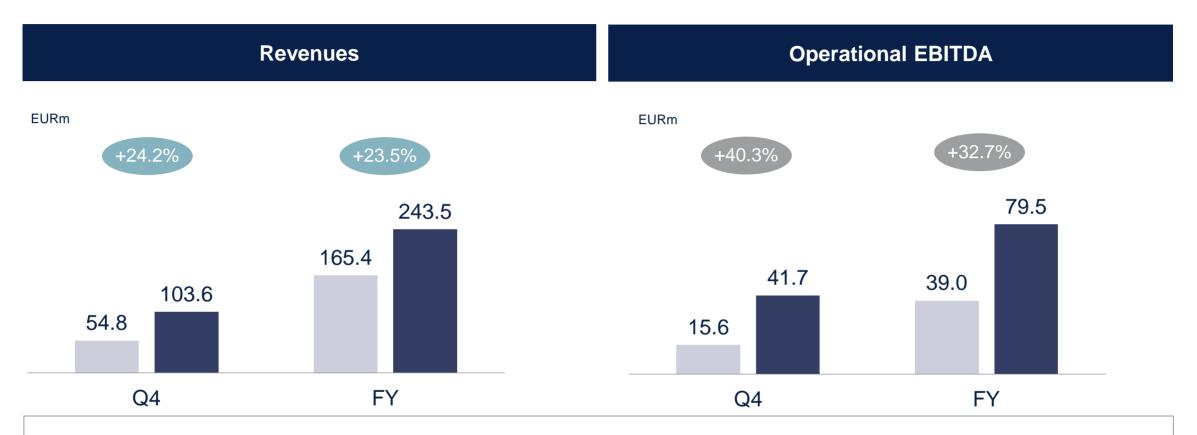
Reported Organic Growth FY 2015



*Revenues correspond to management accounting pre IFRS11

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Ströer Digital: Profitable Growth backed by Value Accretive Acquisitions



- Strong demand for Video Products as well as yield optimization
- In Q4 significant impact from acquisition of T-online / IAM assets above expectations (2 months November and December)

Our Digital Product Segmentation



Display (Desktop & Mobile) 50% of revenue

- Further market consolidation (organically/un-organically)
- Massive mobile growth
- Tech stack for programmatic and data driven advertising
- Local sales: huge potential of small and mid-sized clients

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Transaction & Subscription 30% of revenue

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- Rollout of subscription business with e.g. Statista
- Strong growth of digital marketing services for small and mid-sized clients (locally)

Ströer OoH Germany: Steady and profitable Growth Path



- Revenue growth driven by regional sales initiatives and national sales performance
- Significant EBITDA-contributions from the cost efficiency program
- Margin improvement backed by profitable product mix

📄 Organic Growth Rate 🛑 Margin 📕 2014 📕 2015

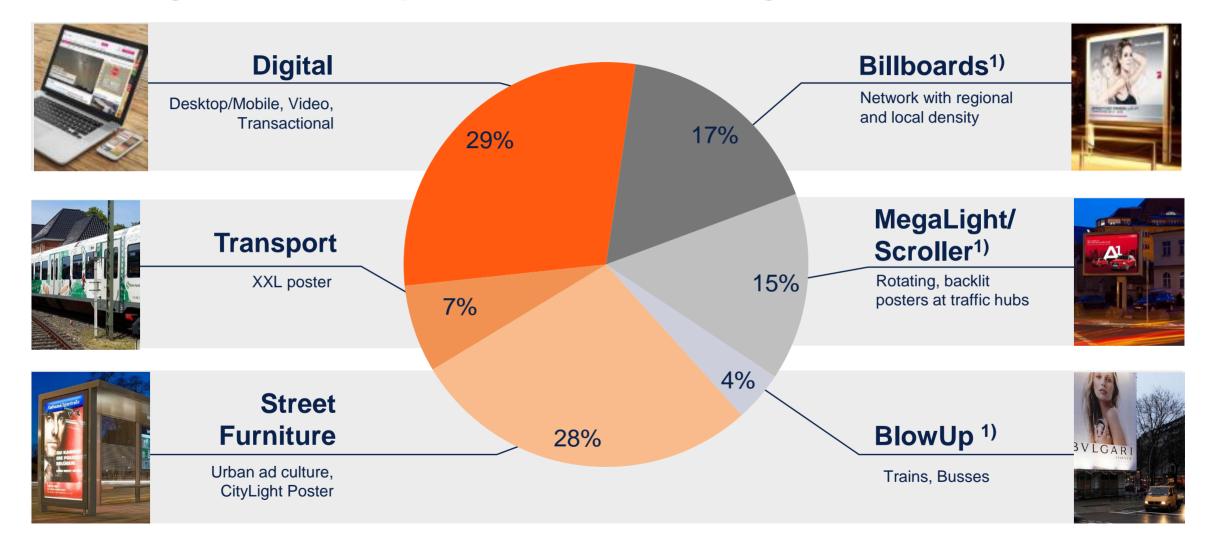
Ströer OoH International: Slightly improved profitability in challenging markets



- Q4 revenues in Turkey affected by lack of market dynamics in challenging political macro environment
- blowUP business back on growth path in Q4
- Improved cost base leading to higher operational EBITDA y-o-y

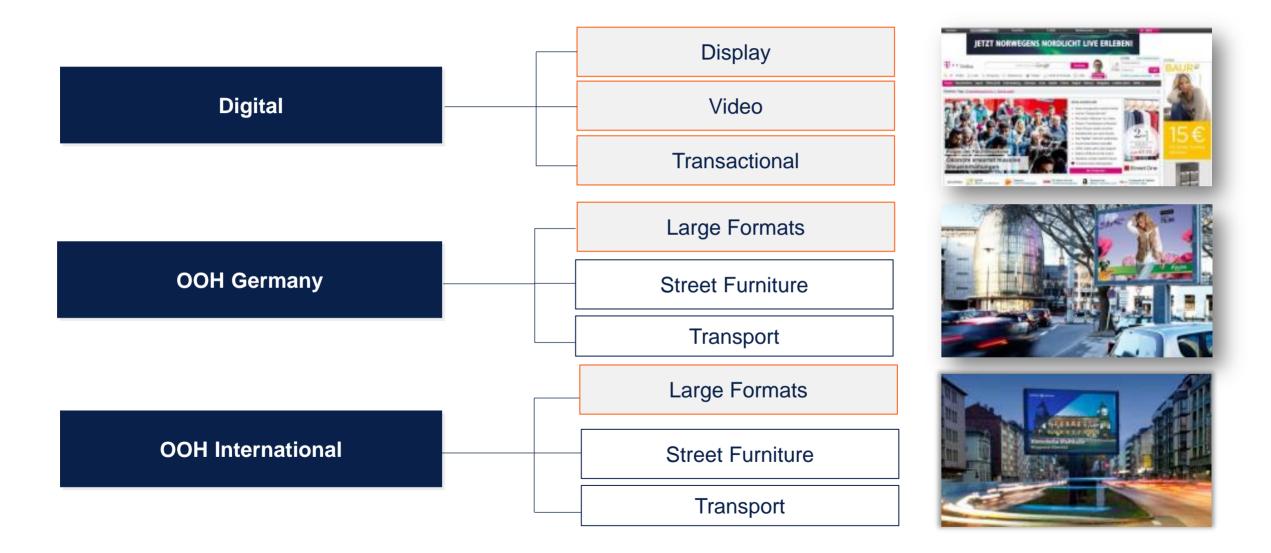
Organic Growth Rate 🔵 Margin 📕 2014 📕 2015

Well diversified product portfolio – with focus on premium products Renaming Product Group "Billboards" into "Large Formats"



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New Product Reporting Structure starting Q1 2016

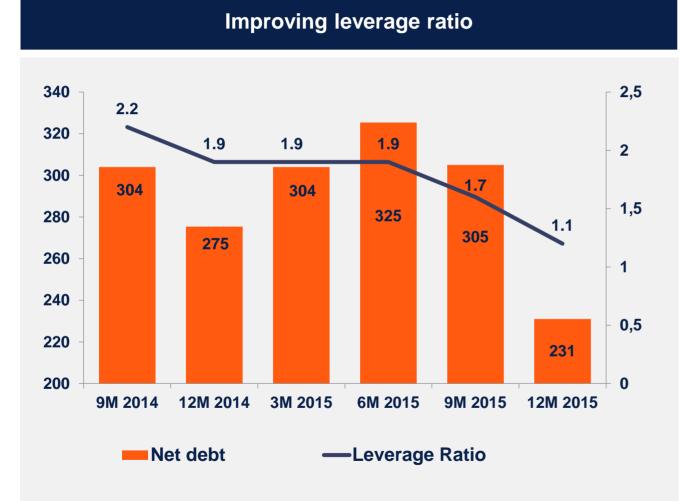


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Free Cash Flow Perspective 2015

Free Cash Flow	2015 EURm	2014 EURm	Free Cash Flow up by around 50%
Op. EBITDA	207.5	148.1	 Strong operational cash generation in line with increased operational EBITDA
- Interest (paid)	-8.4	-14.4	 Further reduced interest payments after successful refinancing in 2014 and 2015
- Tax (paid)	-5.9	-8.4	 Positive tax effect
			 Higher exceptionals due to M&A especially TOL/IAM
-/+ WC	+21.4	+15.0	 Higher investments due to LED technology, public video, IT- infrastructure and various other projects
- Others	-24.3	-16.8	
Operating Cash Flow	190.3	123.4	
Investments	-76.3	-45.2	
Free Cash Flow (before M&A)	114.1	78.2	

Financial Status and Outlook



Outlook 2016

- Free Cashflow before M&A around 125 EURm
- Refinancing at lower costs

Long term financial outlook

- Maintaining a solid financial profile is a key element of our growth strategy
- Dividend pay-out ratio: 25 50%
- Acquisition strategy: smaller/larger bolt-on investments

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Summary: Excellent Financial Year 2015

Total revenue growth by 14%

Operational EBITDA expanded by 40% to 207.5 EURm

Adjusted EPS doubled from 1.1 to 2.1

Leverage Ratio at 1.1 times operational EBITDA

FCF before M&A up 46 % to 114 EURm





Part 2 – Full Year Results

22 March 2016 | Ströer SE & Co. KGaA

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Full Year Results 2015 – Confirmation of Preliminary Result

EURm		FY 2015 🔺		Q4 2015 ▲	
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	Organic ⁽²⁾		+10%		+13%
Operational EBITDA		207.5	+40%	85.7	+42%
Operational EBITDA margin		24.8%	+4.6%pts	31.3%	+3.3%pts
EBIT (adjusted) (3)		135.8	+38%	65.4	+42%
Net income (adjusted) (4)		106.3	+89%	53.2	+83%
Operating cash flow		190.3	+54%	103.6	+100%
Capex ⁽⁵⁾		76.3	+69%	25.8	+33%
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Net Debt / Leverage Ratio		231.2/1.1x		275.0 / 1.9x	

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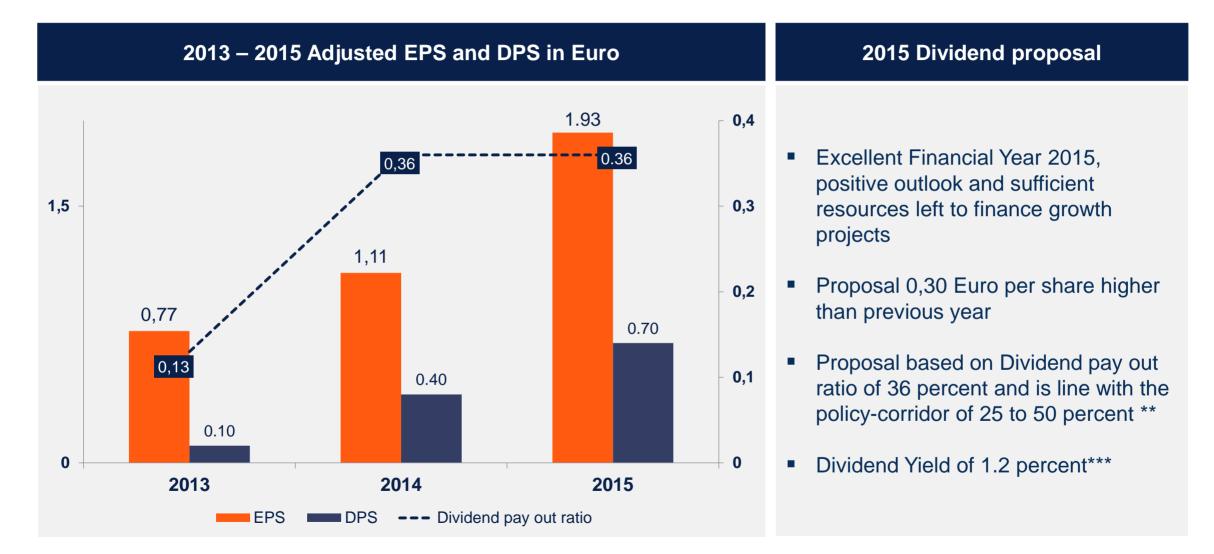
EBIT adjusted for exceptional items, amortization of acquired advertising concessions and impairment losses on intangible assets (Joint ventures are consolidated proportional) (3) 42

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EBIT (adj.) net of the financial result adjusted for exceptional items and the normalized tax expense (32.5% tax rate in 2014 and 15,8% in 2015) (4)

Cash paid for investments in PPE and intangible assets (5)

Dividend raised to 0,70 Euro per Share*



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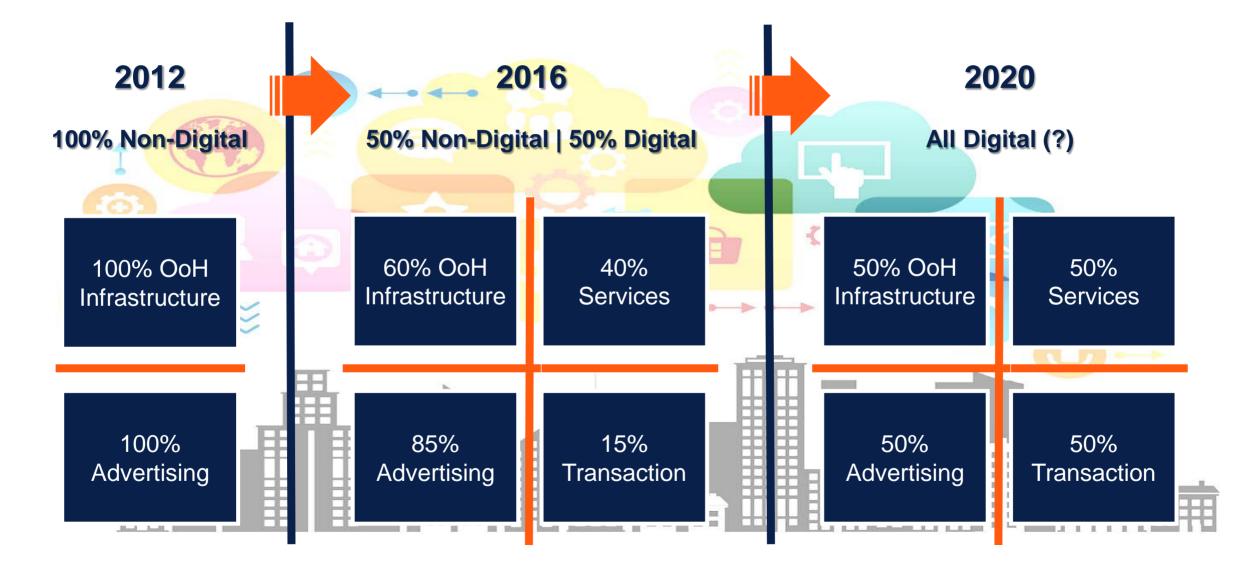
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* Proposed 2015 dividend subject to AGM resolution,

** Dividend pay out for 2015 is calculated on the basis of 55,3m shares

*** Based on share price of EUR 57.90 on Dec 30, 2015

Strategic Roadmap of our Business Transformation



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Segment "Digital": Revenue Streams & reported Products (2016e)





- Monetisation of digital traffic (both mobile and desktop) via display advertising
- Strong German No.1 position with exclusive 3rd party inventory as well as own assets (~ 40%)
- To agencies, direct clients, SMBs

Video (Multiscreen) 20% of revenue

- Monetisation of video views across home/desktop, mobile and public screens
- Dedicated video specialists for own assets as well as sales house and product/tech development
- To agencies, direct clients, SMBs

Transaction & Subscription 30% of revenue

- Monetization of traffic of own assets via affiliate and performance marketing offers
- Own e-commerce models and shopping concepts integrated in content verticals
- Dedicated subscription models

Segment "Digital": Reported Products & Growth Drivers (2016e)



Display (Desktop & Mobile) ~5-10% Revenue Growth

- Further market consolidation (organically/un-organically)
- Massive mobile growth
- Tech stack for programmatic and data driven advertising
- Local sales: huge potential of small and mid-sized clients

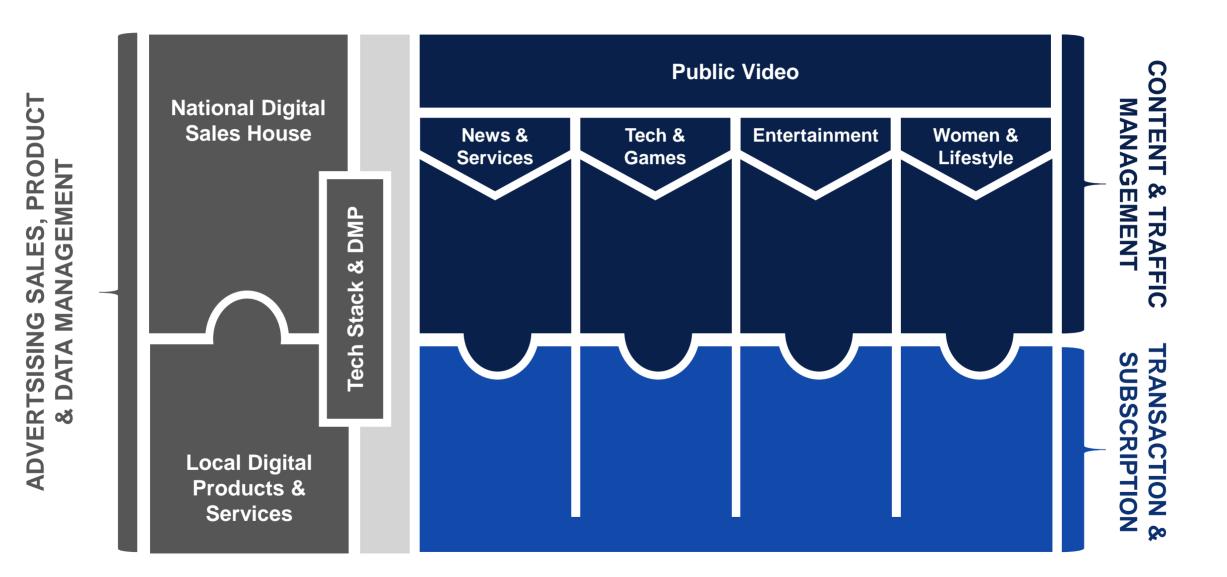
Video (Multiscreen) ~15% Revenue Growth

- Strong structural growth of video products across all our platforms
- Unique multiscreen approach including integrated ad-serving
- Focussed video strategy for own content assets as well as strong growth of MCN TubeOne

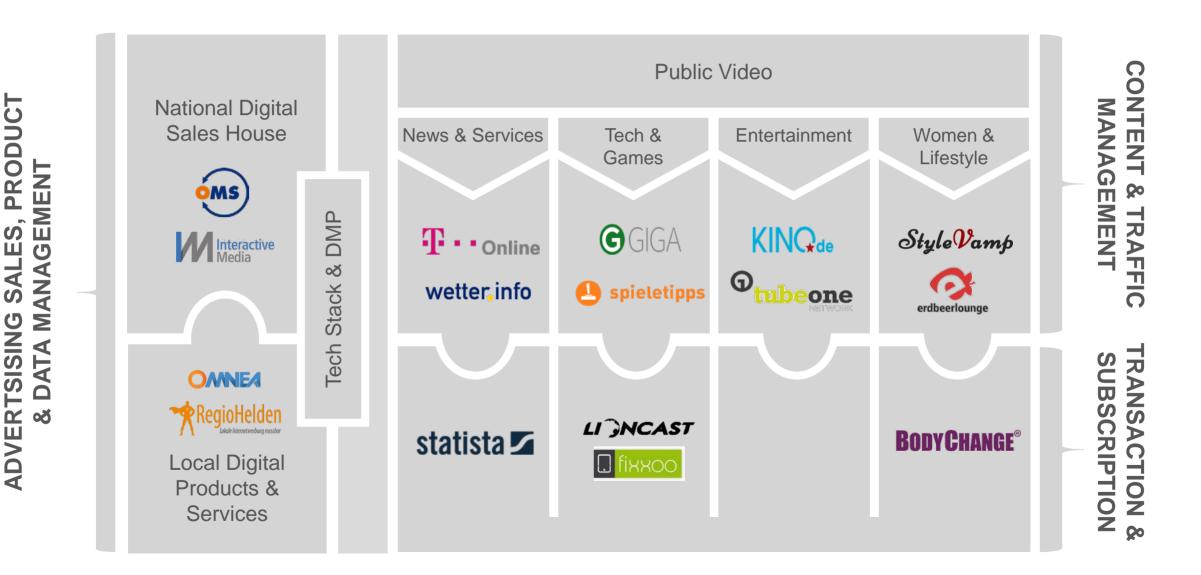
Transaction & Subscription ~20% Revenue Growth

- Growth of subscription business with e.g. Statista or BodyChange
- Strong growth of digital marketing services for SMBs (locally)
- Diversification of content revenues via e-commerce models and affiliate revenues

Segment "Digital": Overall Structure & Units



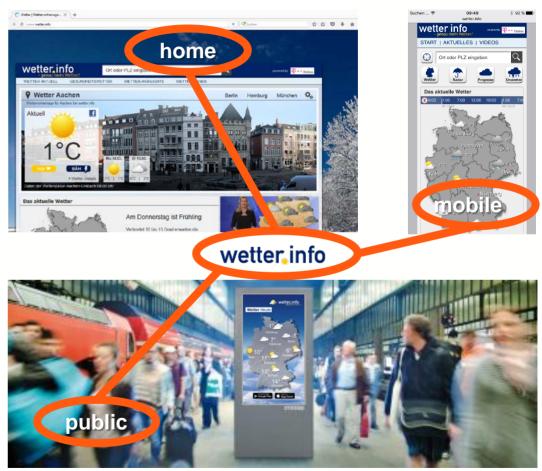
Segment "Digital": Units & integrated/acquired Companies (EXAMPLES!)



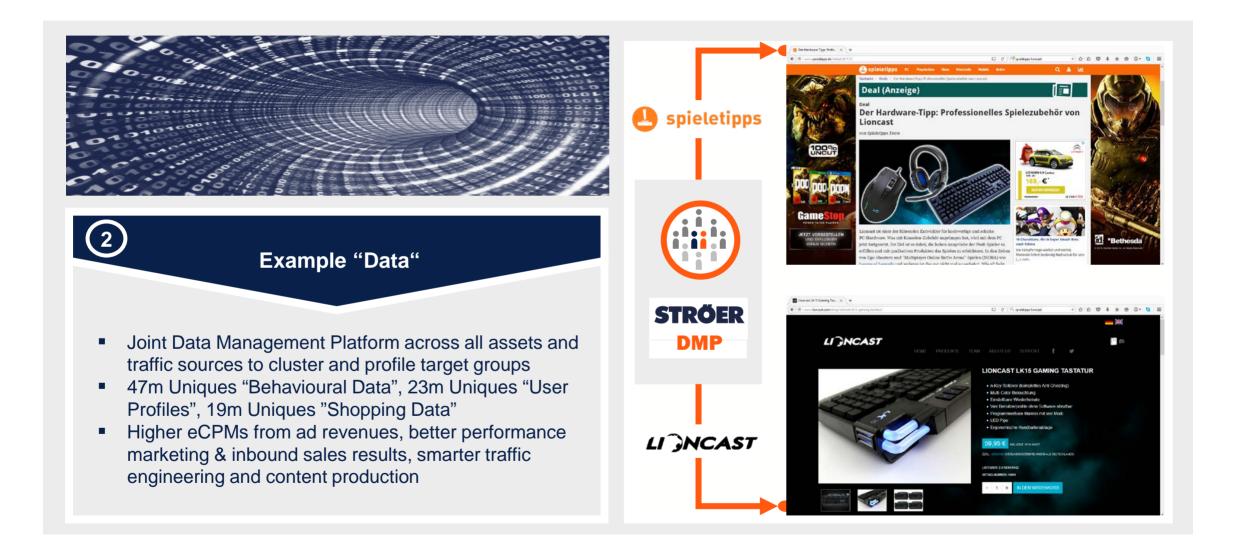
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Segment "Digital": Constant Leverage of various Synergy Areas





Segment "Digital": Constant Leverage of various Synergy Areas



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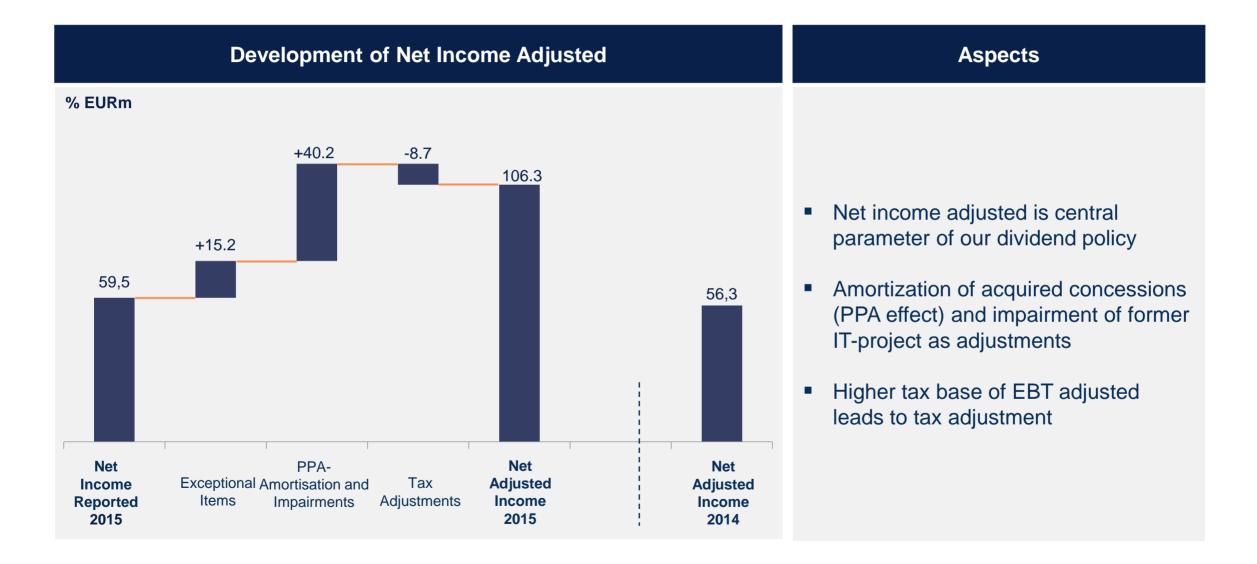
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Ströer SE FY 2015 Results

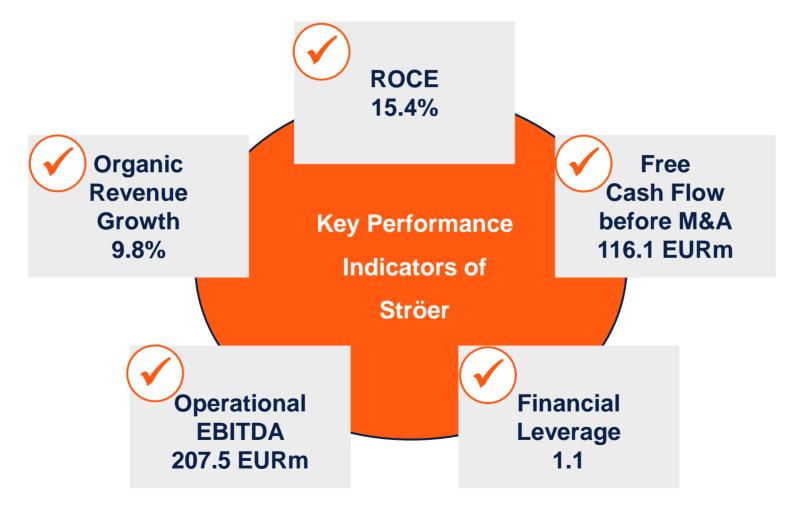
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Revenues ⁽¹⁾	823.7	721.1	+14.2%		
Operational EBITDA	207.5	148.1	+40.2%		
Exceptionals	-15.2	-9.9	-54.4%		
IFRS 11 adjustment	-4.5	-3.9	-15.5%	 Higher exceptionals due to M&A especially TOL/IAM Financial result further reduced by 	
EBITDA	187.8	134.3	+39.9%		
Depreciation & Amortisation	110.1	81.8	+34.6%		
Thereof PPA and Impairment	40.2	33.1	+21.4%	lower interest rates and financial debt	
EBIT	77.7	52.5	+48.0%	level	
Financial result	-9.3	-14.8	+36.9%	 Tax expenses diminished by efficient 	
Earnings before tax	68.4	37.7	+81.3%	group structure	
Тах	-8.9	-14.4	+38.5%		
Net income	59.5	23.3	> +100%		
Net income adjusted	106.3	56.3	+88.6%		

Transition of Net Income to Net Income Adjusted

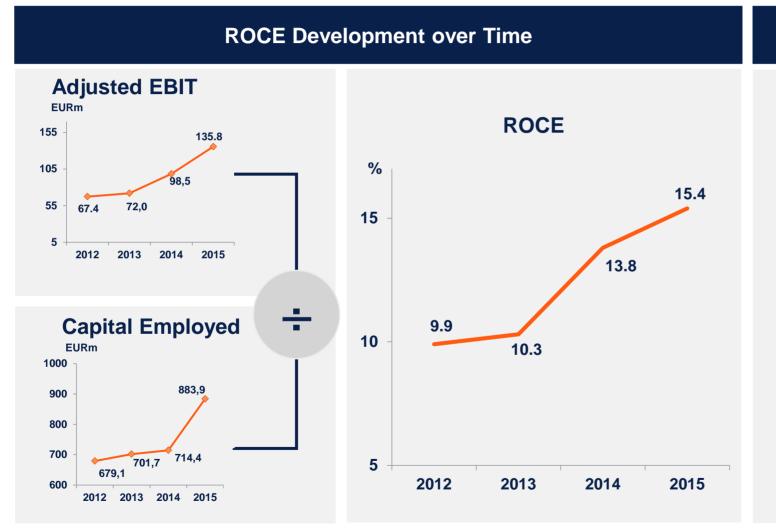


Steering the Ströer Group – Key Performance Indicators

In 2015, all Key Performance Indicators of Ströer Group performed well



ROCE – Measuring Value Creation



Aspects

- EBIT Adjustments:
 - exceptional items
 - amortization of acquired advertising concessions (PPA effect)
 impairment losses on intangible assets
- Increasing Adjusted EBIT in line with strong operational performance
- Capital Employed arithmetic average of total assets less noninterest-bearing responsibilities
- Increasing Capital employed due to investments and acquisitions

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STRÖER

 Despite significant capital employment expansion stable ROCE in 2016 expected

01

Key Developments

- Key Financials
- Key Strategies

Udo Müller

02

Operational Highlights

- M&A Integration
- Five Development Areas

Christian Schmalzl

03

Financials

- Segment Perspective
- Financial Highlights
- Dr. Bernd Metzner

04

Summary

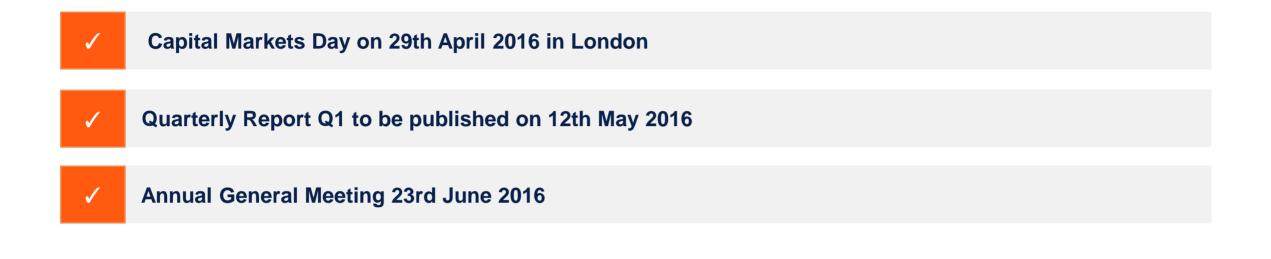
- Summary 2015
- Priorities for 2016



Guidance in Detail for 2016

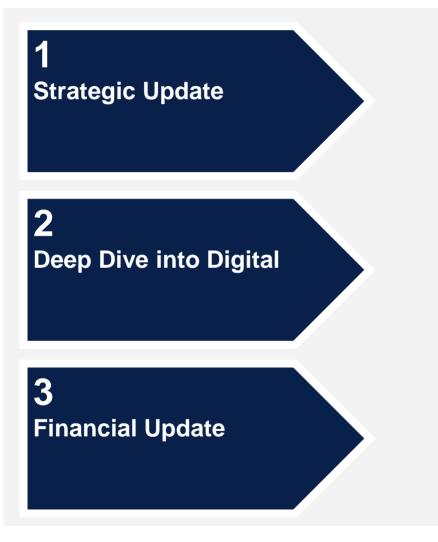
Group	Reported Sales Organic Growth Operational EBITDA	1.1 – 1.2 EURbn Mid to high single digit percentage 270 – 280 EURm		
	Digital	OOH Germany	OOH International	
Segments	Organic Growth Around 10 percent EBITDA-Margin 25 – 30 percent	Organic Growth Mid single digit percent EBITDA-Margin 26 – 27 percent	Organic Growth Mid single digit percent EBITDA-Margin 17 – 18 percent	

Next Catalysts





Agenda Capital Markets Day



- Evolution of Ströer over Time
- Strategic Framework
- Priorities for Ströer
- Ad Sales House
- Digital Publishing
- Transactional revenues
- Areas of Synergies
- Update on Re-Financing
- New Reporting Structure
- Capital Allocation